



SCC767/929
(07/05)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

APPLICATION FOR A CERTIFICATE OF WITHDRAWAL OF A FOREIGN CORPORATION
AUTHORIZED TO TRANSACT BUSINESS IN VIRGINIA

The undersigned, pursuant to § 13.1-767 of the Virginia Stock Corporation Act or § 13.1-929 of the Virginia Nonstock Corporation Act, executes this application and states as follows:

1. The name of the corporation is

_____.

2. The name of the state or country under whose law it is incorporated is

_____.

3. The corporation is not transacting business in Virginia and surrenders its authority to transact business in Virginia.

4. The corporation revokes the authority of its registered agent to accept service on its behalf and appoints the Clerk of the Commission as its agent for service of process in any proceeding based on a cause of action arising during the time it was authorized to transact business in Virginia.

5. The mailing address to which the Commission may mail a copy of any process served on the Clerk of the Commission as agent for the corporation is

_____.

6. The corporation commits to notify the Clerk of the Commission in the future of any change in its mailing address.

7. **(Stock corporations only)** The corporation certifies that it has filed returns and has paid all state taxes to the time of this application.

Executed in the name of the corporation by:

(signature)

(corporate title)

(printed name)

(date)

(corporation's SCC ID No.)

(telephone number (optional))

(The execution must be by the chairman or any vice-chairman of the board of directors, the president, or any other of its officers authorized to act on behalf of the corporation.)

SEE INSTRUCTIONS ON THE REVERSE

Provide a name and mailing address for sending correspondence regarding the filing of this document (if left blank, correspondence will be sent to the address given in paragraph 5, above):

(name)

(mailing address)

NOTE

This application, which has been prescribed by the Commission pursuant to §§ 13.1-767 and 13.1-929 of the Code of Virginia, must be filed with the Commission before the Commission can issue a certificate of withdrawal for a foreign corporation presently authorized to transact business in Virginia. (A foreign corporation is one organized under the laws of a jurisdiction other than Virginia.)

Until withdrawal has been completed (or the corporation's certificate of authority to transact business is revoked for failure to file its annual report or pay its annual registration fee or maintain a registered office and registered agent), the corporation will remain active on the Commission's records and remain liable for the assessment and payment of annual registration fees and the filing of annual reports, even though the corporation has been terminated in its home jurisdiction, has stopped transacting business in Virginia or has wound up its affairs.

INSTRUCTIONS

The application must be in the English language, typewritten or printed in black, legible and reproducible. The document must be presented on uniformly white, opaque paper, free of visible watermarks and background logos.

You can download this form from our website at www.scc.virginia.gov/division/clk/fee_bus.htm.

The application must set forth the exact name of the corporation currently on file with the Commission. Include the corporation's designated name for use in Virginia if one was adopted.

The application for a certificate of withdrawal must be executed by the chairman or any vice-chairman of the board of directors, the president, or any other of its officers authorized to act on behalf of the corporation. Set forth the printed name and the corporate title below or next to the signature. See §§ 13.1-604 and 13.1-804 of the Code of Virginia.

The person signing this application certifies that all statements and information set forth therein are true, under penalty of law.

It is a Class 1 misdemeanor for any person to sign a document he or she knows is false in any material respect with intent that the document be delivered to the Commission for filing.

The application cannot be filed unless the corporation has paid all fees, fines, penalties and interest assessed against it by the Commission. See §§ 13.1-615 and 13.1-815 of the Code of Virginia.

Submit the original, signed application to the Clerk of the State Corporation Commission, P.O. Box 1197, Richmond, Virginia 23218-1197, (Street address: 1300 East Main Street, Tyler Building, 1st Floor, Richmond, Virginia 23219), along with a check for the filing fee in the amount of **\$10.00**, payable to the State Corporation Commission. **PLEASE DO NOT SEND CASH.** If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

IF THE CERTIFICATE OF WITHDRAWAL IS EFFECTIVE PRIOR TO THE ANNUAL REPORT DUE DATE (PRESCRIBED IN SUBSECTION C OF § 13.1-775 OR § 13.1-936 OF THE CODE OF VIRGINIA) OF A GIVEN YEAR, THE CORPORATION'S ANNUAL REGISTRATION FEE ASSESSMENT FOR THAT YEAR WILL BE CANCELED; OTHERWISE, IT MUST BE PAID.
See § 13.1-615 or § 13.1-815 of the Code of Virginia.